

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF INDIANA
SOUTH BEND DIVISION

IN RE:)
)
NEW SCHOONEBEEK DAIRY, LLC,) CASE NO. 09-34327-hcd
Debtor.) Chapter 11

APPLICATION FOR ALLOWANCE OF ATTORNEY'S FEES

Comes now the firm of Hammerschmidt, Amaral & Jonas, by R. William Jonas, Jr., and prays this court for entry of an Order approving fees and expenses to Hammerschmidt, Amaral & Jonas in connection with its services performed as counsel for New Schoonebeek Dairy, LLC, Debtor. The amount of fees and expenses which applicant seeks to have this court approve is \$25,213.32 as more fully described below. The applicable period for which this application is made is March 22, 2011 through July 19, 2011. In support of its application, HAMMERSCHMIDT, AMARAL & JONAS would show the court the following:

1. Applicant has been counsel for the Debtor since the filing of the Chapter 11 proceeding on behalf of New Schoonebeek Dairy, LLC, Debtor.

2. Services include multiple emails to the Trustee, various attorneys and client, telephone conferences with Trustee, client and various attorneys, research, drafting pleadings, conferences with client and various attorneys, preparation and attendance at the trial for relief from stay and abandonment, Preparation and filing of Second Amended Plan of Reorganization and Second Amended Disclosure Statement.

3. Attached hereto as Exhibit "A" is an itemized summary of time spent by R. William Jonas, Jr. and the law clerk in this matter during the period covered by the application. The itemized summary reveals a total of 75.10 hours expended by counsel for the Debtor, R. William Jonas, Jr., whose time is charged by the firm at \$295.00 per hour and a total of 16 hours expended by the law

clerk, whose time is charged by the firm at \$75.00 per hour. The net fees which applicant asks the Court to allow is a total of \$23,354.50. Out-of-pocket expenses were incurred during the reporting period for which applicant seeks reimbursement as follows:

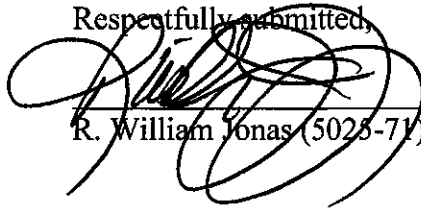
3/22/2011	Photocopies - Application for Allowance of Attorney fees - 56 copies x 6 pages each @ \$.25 per copy		\$84.00
3/22/2011	Postage - Application for Allowance of Attorney Fees - 56 copies @ \$.44 each		\$24.64
3/25/2011	Photocopies - Order fixing time for accepting or rejecting a proposed plan - 56 copies x 28 pages each @ \$.25 per copy		\$392.00
3/25/2011	Postage - Order fixing time for accepting or rejecting a proposed plan - 56 @ \$1.39 each		\$77.84
5/23/2011	Photocopies - Verified Report of the Results of Balloting - 54 copies x 19 pages each @ \$.25 per copy		\$256.50
5/23/2011	Postage - Verified Report of the Results of Balloting - 54 @ \$1.08 each		\$58.32
7/14/2011	Photocopies - Service of Order Fixing Time for Accepting or Rejecting a Proposed Plan & Notice of Hearing on Confirmation - 54 copies x 60 pages each = 3240 @ \$.25 per copy		\$810.00
7/14/2011	Postage - Service of Order Fixing Time for Accepting or Rejecting a Proposed Plan & Notice of Hearing on Confirmation - 54 @ \$2.88 each		\$155.52
	Total Expenses		\$1,858.82

4. No agreement exists whereby Hammerschmidt, Amaral & Jonas will share or has agreed to share any compensation received or to be received for its representation of the Debtor with any party other than its employees.

WHEREFORE, applicant prays that this court, after notice and hearing allow the sum of net fees which applicant asks the Court to allow totaling \$23,354.50 plus expenses and advances in the amount of \$1,858.82 for a total amount due from Debtor of \$25,213.32 as more fully set out in the exhibit hereto, and that the court allow said amount as an administrative expense payable through the Debtor's Chapter 11 Plan, and for such other and further relief as this court

may deem just and proper.

Respectfully submitted,

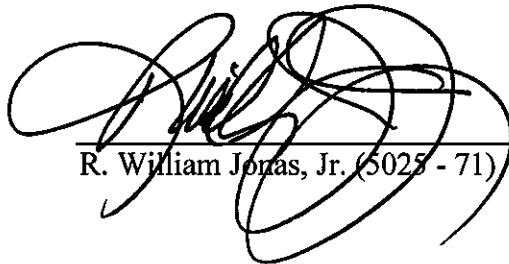


R. William Jonas (5025-71)

Attorney for Debtor
Hammerschmidt, Amaral & Jonas
137 N. Michigan Street
South Bend, IN 46601
574-282-1231

Certificate of Service

The undersigned hereby certifies that a true and correct copy of the foregoing document was sent to: Nancy Gargula, Office of the United States Trustee, One Michiana Square, 100 East Wayne Street, Rm 555, South Bend, IN 46601 by first-class mail, postage fully prepaid on this the 26 day of July, 2011.



R. William Jonas, Jr. (5025 - 71)

Hammerschmidt, Amaral & Jonas

137 N. Michigan St.
 South Bend, IN 46601
 Telephone 574-282-1231
 Fax 574-282-1234

New Schoonebeek Dairy, LLC
 7555 S 390 E
 Wabash, IN 46992

Re: Insolvency

3/29/2011 Meeting with Harry Bekel and Peter	1.30	\$383.50
4/5/2011 Email to client regarding claims decision, investor status and status of fee application	0.30	\$88.50
4/14/2011 Telephone conference with Harry Bekel regarding investor issues, cow numbers and fee payment	0.40	\$118.00
4/19/2011 Conference call regarding sale of assets	1.00	\$295.00
4/22/2011 Review email from H. Bekel regarding terms of agreement with investor (.1); reply to Mr. Bekel regarding bankruptcy court approval and other conditions to approval of agreement (.2); strategy regarding deal (.3)	0.60	\$177.00
4/28/2011 Telephone conference with Harry Bekel regarding negotiations with Bel Air and Peter Vendervegt and status of Chapter 11 Plan pending vote from creditors	0.80	\$236.00
4/28/2011 Telephone conference with Peter van der Vegt	0.60	\$177.00
5/3/2011 Review Motion for Relief from Stay filed by Rabo Agrifinance (.4); email to Attorney Kennedy regarding scheduling issues (.3); telephone call to Attorney Connelly regarding scheduling issues (not in, voicemail malfunctioned); letter to Attorney Connelly regarding scheduling issues with North Central Co-op valuation hearing (.3); begin outline of response to motion for relief from stay and evidence for hearing (.8)	1.80	\$531.00
5/5/2011 Draft motion to continue cash collateral hearing and consolidate with hearing on motion for relief from stay and hearing on confirmation (.4); telephone conference with Harry Bekel (.3)	0.70	\$206.50
5/6/2011 Review Rabo bank Motion for Relief from Stay and Abandonment (.2); draft objection to same (.4)	0.60	\$177.00
5/12/2011 Review email from client(.1); email to client regarding scheduling meeting with potential buyer(.2); prepare template Asset Purchase Agreement for presentation to buyer (2.3)	2.60	\$767.00
5/12/2011 Office meeting with Theo Mol and Harry Bekel regarding Mol investment in New Schoonebeek Dairy and reorganization of New Schoonebeek Dairy	2.40	\$708.00
5/17/2011 Work on operating agreement and preparation for hearing on relief from stay	1.80	\$531.00
5/22/2011 Work on negotiation strategy, bankruptcy case strategy and prep for stay hearing	2.00	\$590.00
5/23/2011 Continue hearing preparation (2.3); emails to client regarding evidence for hearing, negotiation strategy (.2)	2.50	\$737.50
5/24/2011 Review budget projections assuming addition of 420 dairy cows	1.50	\$442.50

EXHIBIT

tabbles

A

5/24/2011	Review emails from Harry Bekel regarding outline of restructure proposal	0.50	\$147.50
5/26/2011	Complete revisions to restructure proposal based on expense information corrected by client (4.3); telephone conference with Harry Bekel regarding investment by Bel Air Capital and strategy for discussions with them and settlement with Rabo (.6); conference call with Peter, Bruce from Bel Air and Harry Bekel regarding specifics of request for investment, proposal to Rabo and capital structure of NSD post-investment (1.1); email to Attorney Kennedy regarding thoughts on restructure and request to confer regarding same (.3)	6.30	\$1,858.50
5/27/2011	Telephone conference with Attorney Kennedy to follow up on email from last evening	0.30	\$88.50
5/27/2011	Telephone call to Attorney Walz regarding testimony at trial (.1); email to client regarding appraisal evidence (.1); email to client regarding telephone conference with Attorney Kennedy (.3)	0.50	\$147.50
5/31/2011	Draft witness and exhibit list (.5); research and draft outline of response to motion for relief from stay and abandonment (3.5); email to client regarding outline of response and information necessary for hearing (.3); review reply from client (.2); telephone call to Attorney Walz regarding Rick Ayres (left message .1)	4.60	\$1,357.00
6/2/2011	Hearing preparation (1.5); letter to Attorney Kennedy regarding evidence, settlement proposal response (.5); telephone conference with Attorney Kennedy (.3); review letter from Attorney Kenendy with settlement response (.4); conference call with H. Bekel and representatives from investor (1); review appraisal report from Robert Kath of Steffes Auctineers (.8); outline cross-examination of Robert Kath and make adjustments to appraisal based on increased herd size and passage of time (1.2)	5.70	\$1,681.50
6/7/2011	Preparation of evidence (2); final revisions to outline of evidence (.8); preparation meeting with client (.6); trial of relief from stay and abandonment motion (4)	7.40	\$2,183.00
6/10/2011	Complete first draft of Findings of Fact and Conclusions of Law	2.00	\$590.00
6/14/2011	Research regarding valuation standards and motion for relief from stay and abandonment	2.50	\$737.50
6/14/2011	Prepare Second Amended Plan of Reorganization (1.5) and Second Amended Disclosure Statement (2.3)	3.80	\$1,121.00
6/14/2011	Research and revise Proposed Findings of Fact and Conclusions of Law	2.60	\$767.00
6/15/2011	Revise Proposed findings of Fact and Conclusion of Law and email updated draft to Harry Bekel (2); telephone conference with Harry Bekel to review amended plan and disclosure statement (.5); revise plan and disclosure staetment (.7); draft letter to Bel Air Capital (1.1); email to Harry Bekel for review and approval (.1)	4.40	\$1,298.00
6/16/2011	Telephone conferenece with Peter van der Vegt regarding letter of intent from Bel Air Capital (.3); email to Mr. van der Vegt with comparison of old plan of reorganization with second amended plan (.5)	0.80	\$236.00
6/16/2011	Telephone conference with Peter van der Vegt regarding original Rabo loan amounts (.3); email to Mr. van der Vegt with original Rabo loan amounts (.3)	0.60	\$177.00
6/17/2011	Revise Findings of Fact and conclusions of Law (.8); telephone conference with Peter van der Vegt and Bruce Eisen regarding letter of intent	1.80	\$531.00

6/21/2011	Final revisions to Proposed Findings of Fact and Conclusions of Law (.5); telephone conference with Peter van der Vegt regarding elements of letter of intent (.4)	0.90	\$265.50
6/22/2011	Telephone conference with Asst. Trustee A. Edgar (.3); revise Proposed Findings of Fact and Conclusions of Law (.5); telephone call (left message and email to Attorney Walz (.3); email to client (.2)	1.30	\$383.50
6/23/2011	Email to Attorney Kennedy regarding proposed plan treatment for Rabo in second amended plan	0.50	\$147.50
6/29/2011	Review email from client and reply to same (.3); complete and update second amended plan or reorganization and disclosure statement in preparation for filing with bankruptcy court (1.5)	1.80	\$531.00
6/30/2011	Email to Asst. U.S. Trustee Edgar regarding filing of plan and disclosure statement (.2); review email from Bruce Eisen regarding LOI discussions (.2); reply to Eisen (.3); review email from Eisen regarding scheduling conference call (.1); reply to Eisen regarding scheduling (.1)	0.90	\$265.50
6/30/2011	Telephone conference with Bruce Eisen to discuss LOI and, especially, capital structure features (.4); email to client regarding position of Bel Air Capital with respect to capital structure issues (.4)	0.80	\$236.00
7/13/2011	Review email from Bruce Eisen and reply regarding Bel Air Capital Partners letter of intent	0.40	\$118.00
7/13/2011	Review letter from Attorney Connelly regarding NCC acceptance of plan and valuation hearing	0.30	\$88.50
7/13/2011	Review email from Mr. Eisen (.2); review 6/29 email and draft and send email to client seeking authority to send response to Eisen (.3)	0.50	\$147.50
7/14/2011	Review email from client and reply to same	0.30	\$88.50
7/15/2011	Telephone conference with Harry Bekel (.5); email to Harry Bekel with draft of email to Bruce Eisen (.1)	0.60	\$177.00
7/18/2011	Telephone conference with Bruce Eisen regarding remaining items on letter of intent (.8); email to Harry Bekel regarding same (.3);	1.10	\$324.50
7/18/2011	Review email from Matt Connelly regarding ballot of NCC regarding plan or reorganization and second amended plan regarding typo (.2); reply to same (.1)	0.30	\$88.50
7/19/2011	Review voice mail from Harry Bekel regarding Bel Air Capital (.1); draft email to Bruce Eisen with Harry's response (copy of email to Harry (.4)	0.50	\$147.50
7/19/2011	Review email from Bruce Eisen and forward same to Harry Bekel	0.20	\$59.00
	R. William Jonas, Jr.	75.10	\$22,154.50
5/27/2011	Legal Research	7.00	\$525.00
6/3/2011	Legal Research	2.00	\$150.00
6/10/2011	Legal Research	7.00	\$525.00
	Law Clerk	16.00	\$1,200.00
	For Professional Services Rendered	91.10	\$23,354.50
3/22/2011	Photocopies - Application for Allowance of Attorney fees - 56 copies x 6 pages each @ \$.25 per copy		\$84.00

3/22/2011

Postage - Application for Allowance of Attorney Fees - 56 copies @\$.44 each \$24.64

3/25/2011 Photocopies - Order fixing tim for accepting or rejecting a proposed plan - 56
copies x 28 pages each @ \$.25 per copy \$392.00

3/25/2011 Postage - Order fixing time for accepting or rejecting a proposed pan - 56 @
\$1.39 each \$77.84

5/23/2011 Photocopies - Verified Report of the Results of Balloting - 54 copies x 19 pages
each @ \$.25 per copy \$256.50

5/23/2011 Postage - Verified Report of the Results of Balloting - 54 @ \$1.08 each \$58.32

7/14/2011 Photocopies - Service of Order Fixing Time for Accepting or Rejecting a
Proposed Plan & Notice of Hearing on Confirmation - 54 copies x 60 pages
each = 3240 @ \$.25 per copy \$810.00

7/14/2011 Postage - Service of Order Fixint Time for Accepting or Rejecting a Proposed
Plan & Notice of Hearing on Confirmation - 54 @ \$2.88 each \$155.52

Total Expenses \$1,858.82

Total Current Charges \$25,213.32

Balance Due \$25,213.32

Terms: Net 30

A minimum service charge of \$5.00 or 1.5% per month (18%APR) will be added to all balances not paid within 30 days.